

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND
SOUTHERN DIVISION**

**IN RE: COVENTRY HEALTH CARE,
INC. ERISA LITIGATION**

THIS DOCUMENT RELATES TO:

ALL ACTIONS

MASTER FILE: 8:09-CV-02661 (AW)

Judge Alexander Williams, Jr.

**NOTICE OF MOTION BY PLAINTIFFS FOR CERTIFICATION OF CLASS FOR
PURPOSES OF SETTLEMENT, PRELIMINARY APPROVAL OF SETTLEMENT AND
PROPOSED PLAN OF ALLOCATION, APPROVAL OF FORM AND MANNER OF
NOTICE AND REQUEST FOR SETTLEMENT FAIRNESS HEARING**

Plaintiffs Loretta Boyd, Christopher Sawney, Karen A. Milner, Jack J. Nelson and Karen Billig (“Plaintiffs”) respectfully move the Court for entry of an Order: (1) preliminarily certifying the proposed class for purposes of settlement; (2) preliminarily approving the Settlement Agreement executed on September 19, 2013 (“Settlement Agreement”), and the proposed plan of allocation; (3) approving the form and method for providing notice of the settlement to the proposed class; and (4) scheduling a final settlement hearing (the “Preliminary Approval Order”).

This action involves claims for alleged violations of the Employee Retirement Income Security Act of 1974, as amended, 29 U.S.C. §§ 1001, *et seq.* (“ERISA”), with respect to the Coventry Health Care, Inc. Retirement Savings Plan (the “Plan”).

As detailed in the accompanying memorandum of law, the parties in this litigation have reached a settlement (the “Settlement”) as embodied in the Settlement Agreement. Accordingly, Plaintiffs move for an order:

a. conditionally certifying a class:

consisting of all persons who were participants in or beneficiaries of the Plan and who held Company Stock in their Plan accounts at any time during the Class Period, defined as the time period between February 9, 2007 to October 22, 2008, excluding any and all Defendants and any of Defendants’ legal representatives, heirs, predecessors, and assigns (the “Settlement Class”);

b. preliminarily approving the Settlement and the proposed plan of allocation;

c. directing that notice of the Settlement be disseminated to the Settlement Class in the proposed form attached to the Settlement Agreement as Exhibit B;

d. scheduling a Settlement Fairness Hearing to determine:

- (i) whether final approval shall be given to the Settlement as fair, reasonable, and adequate to the

Settlement Class under Federal Rule of Civil Procedure 23(e);

- (ii) whether the application(s) of Class Counsel for attorneys' fees and expenses shall be approved under Federal Rule of Civil Procedure 23(h); and
- (iii) whether the Named Plaintiffs should be paid a case contribution award.

Plaintiffs propose the following schedule of dates for the various events leading up to and including the Settlement Hearing date, which Plaintiffs propose be at least 90 days after notice of the Settlement is disseminated to the Settlement Class in the proposed form attached to the Settlement Agreement as Exhibit B, to be held at the Court's convenience:

- a. Date of mailing the Class Notice to the Settlement Class: 21 days after entry of the Preliminary Approval Order.
- b. Date for e-mailing the Class Notice to all members of the Settlement Class for whom current e-mail addresses are readily available: 21 days after entry of the Preliminary Approval Order.
- c. Date of posting Class Notice to the website identified in the Class Notice: 21 days after entry of the Preliminary Approval Order.
- d. Deadline for filing papers in support of the proposed Settlement and the application of Class Counsel for attorneys' fees and expenses, and case contribution awards to Named Plaintiffs: 21 days prior to the Settlement Fairness Hearing.
- e. Deadline for members of the Settlement Class to object to the Settlement or to the application of Class Counsel for attorneys' fees and expenses and incentive awards to Named Plaintiffs and/or filing Notice of Intention to Appear: 10 days prior to Settlement Fairness Hearing.
- f. Deadline for the parties to respond to any objections to the Settlement or the application for attorneys' fees and expenses or case contribution awards to Named Plaintiffs: 3 days prior to the Settlement Fairness Hearing.

Defendants support this Motion to the extent it seeks approval of the Settlement and certification of the Class for settlement purposes and do not otherwise oppose the Motion.

WHEREFORE, for the reasons set forth above, this Court should enter the proposed

Order, a copy of which is attached hereto as Exhibit A, Preliminarily Certifying a Class For Settlement Purposes, Granting Preliminary Approval of the Settlement and the Plan of Allocation, Approving Form of Manner of Class Notice, and Setting a Fairness Hearing on Final Approval of the Settlement.

Dated: October 3, 2013

GAINEY MCKENNA & EGLESTON

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